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**UNITED STATES DISTRICT COURT FOR THE
NORTHERN DISTRICT OF CALIFORNIA**

Alicia Hernandez, individually and on behalf of
all others similarly situated,

Plaintiff,

v.

Wells Fargo Bank, N.A.,

Defendant.

Case No. 3:18-cv-07354-WHA

**DECLARATION OF MICHAEL L.
SCHRAG IN SUPPORT OF
PLAINTIFF'S OPPOSITION TO
MOTION TO TRANSFER**

Date: February 7, 2019

Time: 8:00 am

Courtroom: 12

Judge: Hon. William H. Alsup

1 I, Michael Schrag, hereby declare:

2 1. I am a partner with the law firm Gibbs Law Group LLP, one of the law firms
3 representing Plaintiff and the proposed class in this action, and submit this declaration in conjunction
4 with Plaintiff's Opposition to Wells Fargo's Motion to Transfer Venue.

5 2. Unless otherwise noted, all exhibits attached to this declaration are to the best of my
6 knowledge true and correct copies of the documents they purport to be.

7 3. Attached as **Exhibit 1** is a 2011 Consent Order entered into between Wells Fargo and
8 the Office of the Comptroller of the Currency (OCC) and obtained from the OCC's website at
9 <https://www.occ.gov/news-issuances/news-releases/2011/nr-occ-2011-47k.pdf>.

10 4. Attached as **Exhibit 2** is a Consent Order Implementation Report submitted by Wells
11 Fargo on December 31, 2011, and obtained from the Federal Reserve Board's website at
12 [https://www.federalreserve.gov/newsevents/press/enforcement/wellsfargo-plan-sect2c-board-](https://www.federalreserve.gov/newsevents/press/enforcement/wellsfargo-plan-sect2c-board-oversight.pdf)
13 [oversight.pdf](https://www.federalreserve.gov/newsevents/press/enforcement/wellsfargo-plan-sect2c-board-oversight.pdf).

14 5. Attached as **Exhibit 3** is a Consent Order Implementation Report submitted by Wells
15 Fargo on December 23, 2011, and obtained from the Federal Reserve Board's website at
16 [https://www.federalreserve.gov/newsevents/press/enforcement/wellsfargo-plan-sect2d-board-](https://www.federalreserve.gov/newsevents/press/enforcement/wellsfargo-plan-sect2d-board-oversight.pdf)
17 [oversight.pdf](https://www.federalreserve.gov/newsevents/press/enforcement/wellsfargo-plan-sect2d-board-oversight.pdf).

18 6. As described in further detail below, **Exhibits 4-12** are excerpts from Wells Fargo &
19 Company's annual reports for the years 2009 to 2017. These excerpts indicate that Caryl J. Athanasiu
20 served as Wells Fargo's Chief Operational Risk Officer (CORO), beginning sometime prior to
21 February 2011 (the date of the 2010 annual report), until sometime prior to February 2015 (the date of
22 the 2014 annual report), and that Joseph J. Rice took over from Ms. Athanasiu as CORO sometime
23 prior to February 2015. These excerpts also indicate the composition of Wells Fargo's Audit &
24 Examination Committee, and except for the 2016-17 reports, include the location where each member
25 worked. According to these reports, four of the ten members who served on the Audit & Examination
26 Committee at any point between February 2010 and February 2017, worked in California—more than
27 any other state. None of the Auditing & Examination Committee members are listed as working in
28 Iowa.

- a. Attached as **Exhibit 4** is page 31 from Wells Fargo & Company's 2009 Annual Report (Form 10-K), obtained from https://www.wellsfargohistory.com/download/annualreports/2009annualreport_wf.pdf.
 - b. Attached as **Exhibit 5** is page 31 from Wells Fargo & Company's 2010 Annual Report (Form 10-K), obtained from https://www.wellsfargohistory.com/download/annualreports/2010annualreport_wf.pdf.
 - c. Attached as **Exhibit 6** is page 23 from Wells Fargo & Company's 2011 Annual Report (Form 10-K), obtained from <https://www.wellsfargohistory.com/download/annualreports/2011annualreport.pdf>.
 - d. Attached as **Exhibit 7** is page 27 from Wells Fargo & Company's 2012 Annual Report (Form 10-K), obtained from <https://www08.wellsfargomedia.com/assets/pdf/about/investor-relations/annual-reports/2012-annual-report.pdf>.
 - e. Attached as **Exhibit 8** is page 27 from Wells Fargo & Company's 2013 Annual Report (Form 10-K), obtained from <https://www08.wellsfargomedia.com/assets/pdf/about/investor-relations/annual-reports/2013-annual-report.pdf>.
 - f. Attached as **Exhibit 9** is page 27 from Wells Fargo & Company's 2014 Annual Report (Form 10-K), obtained from <https://www08.wellsfargomedia.com/assets/pdf/about/investor-relations/annual-reports/2014-annual-report.pdf>.
 - g. Attached as **Exhibit 10** is page 27 from Wells Fargo & Company's 2015 Annual Report (Form 10-K), obtained from <https://www08.wellsfargomedia.com/assets/pdf/about/investor-relations/annual-reports/2015-annual-report.pdf>.
 - h. Attached as **Exhibit 11** is pages 32-33 from Wells Fargo & Company's 2016 Annual Report (Form 10-K), obtained from <https://www08.wellsfargomedia.com/assets/pdf/about/investor-relations/annual-reports/2016-annual-report.pdf>.
 - i. Attached as **Exhibit 12** is pages 34-35 from Wells Fargo & Company's 2017 Annual Report (Form 10-K), obtained from <https://www08.wellsfargomedia.com/assets/pdf/about/investor-relations/annual-reports/2017-annual-report.pdf>.
7. Attached as **Exhibit 13** is a June 13, 2018, article from the Bay Area Reporter, obtained

1 from <https://www.ebar.com/news/news//261289>, which indicates that Caryl Athanasiu—Wells Fargo’s
2 former CORO—is now working for another San Francisco Bank (Varo Money Inc.) and lives in San
3 Mateo.

4 8. At least three of the California-based members of Wells Fargo’s Audit & Executive
5 Committee appear to still be working in California, as shown by **Exhibits 14-16**.

6 9. Attached as **Exhibit 14** is the LinkedIn Profile for Lloyd Dean, available at
7 <https://www.linkedin.com/in/lloyd-dean-96b6a8b2/>, which indicates that Mr. Dean continues to work in
8 the San Francisco Bay Area as President and CEO at Dignity Health.

9 10. Attached as **Exhibit 15** is the LinkedIn Profile for Sue Swenson,
10 <https://www.linkedin.com/in/sue-swenson-76aa252/>, which indicates that Ms. Swenson continues to
11 work in the Greater San Diego Area as CEO of Inseego Corp. (formerly Novatel Wireless).

12 11. Attached as **Exhibit 16** is the attorney profile for Enrique Hernandez Jr. from the
13 California State Bar’s website, <http://members.calbar.ca.gov/fal/Licensee/Detail/93890>, which indicates
14 Mr. Hernandez continues to work for Inter-Con Security Systems in the Los Angeles area.

15 12. Attached as **Exhibit 17** is an email I received from Kobi Brinson, one of the attorneys
16 representing Wells Fargo, which provides a state-level breakdown for borrowers Wells Fargo has
17 included in its “loan modification software error group.” It indicates that 3.2% of affected borrowers
18 reside in California and 2.1% reside in Iowa. The states with the highest concentration of affected
19 borrowers are Florida (12.9%), Pennsylvania (9.9%), Ohio (7.4%), New Jersey (6.9%), and New York
20 (6.8%).

21 I declare under penalty of perjury under the laws of the United States that the foregoing is true
22 and correct. Executed on January 14, 2019.

23
24 /s/ Michael L. Schrag